

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD OF PUERTO RICO,

PROMESA
Title III

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et*
al.,¹

No. 17 BK 3283-LTS
(Jointly Administered)

Debtors.

**STATEMENT IN SUPPORT OF, AND JOINDER TO URGENT RENEWED JOINT
MOTION BY THE AD HOC GROUP OF GENERAL OBLIGATION BONDHOLDERS,
AMBAC ASSURANCE CORPORATION, ASSURED GUARANTY CORP.,
ASSURED GUARANTY MUNICIPAL CORP., THE MUTUAL FUND GROUP,
AND NATIONAL PUBLIC FINANCE GUARANTEE CORPORATION FOR
ORDER AUTHORIZING RULE 2004 EXAMINATION**

The QTCB Noteholder Group² submits this statement in support of, and joinder to, the *Urgent Renewed Joint Motion by the Ad Hoc Group of General Obligation Bondholders, Ambac Assurance Corporation, Assured Guaranty Corp., Assured Guaranty Municipal Corp., the Mutual Fund Group, and National Public Finance Guarantee Corporation for Order Authorizing Rule 2004 Examination* [Dkt. No. 1870 in Case No. 17-3283-LTS] (the “Renewed Rule 2004 Motion”). In support of, and joinder to, the Renewed Rule 2004 Motion, the QTCB

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers listed as Bankruptcy Case numbers due to software limitations).

² The QTCB Noteholder Group shall have the same meaning as set forth in Notice of Appearance and Request for Notice [ECF No. 134] and Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019 [ECF No. 1053].

Noteholder Group respectfully states as follows:

1. In the Renewed Rule 2004 Motion, the movants (“Renewed Motion Movants”) request that the Court authorize tailored, targeted discovery of the Commonwealth, Oversight Board and AAFAF as set forth in Schedule A of the Renewed Rule 2004 Motion. The QTCB Noteholder Group joins in the Renewed Rule 2004 Motion and requests the Commonwealth, Oversight Board, and AAFAF also produce to it copies of all responsive documents that it produces to the Renewed Motion Movants pursuant to the document requests reflected on Schedule A to the Renewed Rule 2004 Motion.

2. As holders of Commonwealth guaranteed bonds, the QTCB Noteholder Group’s access to information about the liabilities and financial condition of the Commonwealth is critical to understanding the fiscal plan, and any eventual plan of adjustment for the Commonwealth. Creditors are entitled to transparency on critical issues regarding the treatment of their claims. Withholding information about the Commonwealth guarantee obligations until a plan of adjustment would deprive the QTCB Noteholder Group of equal access to financial information needed to assess the Fiscal Plan or any revised Fiscal Plans. Moreover, such information is crucial to the QTCB Noteholder Group’s ability to engage meaningfully in any consensual resolution with other parties in possession of the information. Without this information before confirmation, the QTCB Noteholder Group—and other creditors—lack the foundation to consider any settlement of an otherwise contested confirmation.

WHEREFORE, for the reasons set forth in the Renewed Rule 2004 Motion and herein, the QTCB Noteholder Group respectfully requests that the Court grant the Renewed Rule 2004 Motion, authorize the QTCB Noteholder Group to participate in the Rule 2004 discovery process in a manner consistent with the requests made in the Renewed Rule 2004 Motion, and grant such

other and further relief that the Court deems appropriate.

Dated: December 6, 2017

BRACEWELL LLP

/s/ Kurt A. Mayr

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I HEREBY CERTIFY that on December 6, 2017, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send automatic notifications of such filing to all attorneys of record.

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